

**NOTICE OF FILING APPLICATION AND PUBLIC HEARING
WITH RESPECT TO THE ISSUANCE OF BONDS BY THE
CALIFORNIA INFRASTRUCTURE AND ECONOMIC DEVELOPMENT BANK**

NOTICE IS HEREBY GIVEN that at 10:00 a.m. on Thursday, July 14, 2011, or as soon thereafter as the matter can be heard, at 980 9th Street, Suite 900, Conference Room, Sacramento, California 95814, the California Infrastructure and Economic Development Bank (the "Issuer") will conduct a public hearing (the "Public Hearing") at which the Issuer will hear and consider information concerning the sale and issuance by the Issuer, from time to time, pursuant to a plan of finance, of one or more series of its tax-exempt and/or taxable industrial development revenue bonds, notes or other evidence of indebtedness for the benefit of Bay Photo, Inc., a California corporation (the "Applicant") (and/or any related or successor entity thereto) (collectively, the "Borrower") in an aggregate principal amount not to exceed Eight Million, Seven Hundred Seventy Five Thousand Dollars (\$8,775,000) (the "Bonds"). Proceeds of the Bonds are to be loaned to the Borrower pursuant to one or more loan agreements (the "Loan Agreement"). The proceeds of the Bonds loaned to the Borrower will be applied to (a) finance the cost of acquisition, construction, restoration, improvement, renovation, equipping and general development of the real property and improvements located at 900, 915 and 920 Disc Drive, Scotts Valley, California 95066, consisting of three parcels of land totaling approximately 17 acres, with three buildings and related improvements totaling approximately 140,000 square feet (collectively, the "Facilities"), and (b) pay certain costs of issuance in connection with the issuance of such bonds. The Facilities will be owned by the Borrower, and will be used to manufacture and distribute professional quality photographic prints, large format prints, canvas prints, metal prints, and other products or for the manufacture of other tangible personal property. The Bonds will be limited obligations of the Issuer payable solely from revenues received from the Borrower. The Issuer will have no obligation to make payments with respect to the Bonds from any other source of funds. Neither the faith and credit nor the taxing power of the State of California or any political corporation, subdivision or agency of the State will be pledged to any payments with respect to the Bonds.

The Public Hearing is intended to comply with the public approval requirements of Section 147(f) of the Internal Revenue Code of 1986. Those wishing to comment on the proposed nature and location of any of the Facilities and the financing of the Facilities with the proceeds of the Bonds may either appear in person at the time and place indicated above or submit written comments, which must be received prior to the Public Hearing, to the Issuer c/o Ms. Roma Cristia-Plant, Assistant Executive Director, California Infrastructure and Economic Development Bank, 980 9th Street, Suite 900, Sacramento, California 95814.

Date: June 30, 2011

CALIFORNIA INFRASTRUCTURE AND
ECONOMIC DEVELOPMENT BANK

By /s/ Roma Cristia-Plant
Assistant Executive Director